

WEIL, GOTSHAL & MANGES LLP
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Ray C. Schrock, P.C.
David Lender
Paul R. Genender
Jared R. Friedmann
Sunny Singh

*Attorneys for Debtors
and Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X	:	
In re	:	Chapter 11
	:	
SEARS HOLDINGS CORPORATION, et al.,	:	Case No. 18-23538 (RDD)
	:	
Debtors.¹	:	(Jointly Administered)
	:	
-----X		

**DECLARATION OF JENNIFER BROOKS CROZIER IN SUPPORT OF
DEBTORS' MOTION TO COMPEL TURNOVER OF ESTATE PROPERTY**

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); SR – Rover de Puerto Rico, LLC (f/k/a Sears, Roebuck de Puerto Rico, Inc.) (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Rover Brands Business Unit, LLC (f/k/a Sears Brands Business Unit Corporation) (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

Pursuant to 28 U.S.C. § 1746, I, Jennifer Brooks Crozier, hereby declare and state as follows:

1. I am an Associate at Weil, Gotshal & Manges LLP and counsel for the Debtors in the above-captioned proceeding.

2. I submit this Declaration in support of the Motion of Debtors to Compel Turnover of Estate Property filed concurrently herewith.

3. Attached hereto as **Exhibit A** is a true and correct copy of the State of Illinois Property Tax Appeal Board Stipulations of Assessment(s) by the Parties dated October 10, 2018 and relating to Appellant Sears Holdings Management Corporation and docket numbers 13-26440.001-C-3, 13-26440.002-C-3, 13-26440.003-C-3, 14-24690.001-C-3, 14-24690.002-C-3, 14-24690.003-C-3, 15-23526.001-C-3, 15-23526.002-C-3, and 15-23526.003-C-3.

4. Attached hereto as **Exhibit B** is a true and correct copy of a check dated March 21, 2019 issued by the Treasurer of Cook County, Chicago, Illinois and paid to the order of SEARS HOLDING MGT CRP in the amount of \$5,498,609.52 attached to correspondence dated March 28, 2019 from D. Martin of Neal Gerber Eisenberg to K. Lees of Sears Roebuck & Co. Re: 2013 PTAB Tax Refund \$5,498,609.52.

5. Attached hereto as **Exhibit C** is a true and correct copy of a letter dated November 11, 2019 from S. O'Neal of Cleary Gottlieb Steen & Hamilton LLP to J. Friedmann, et al. of Weil, Gotshal & Manges LLP Re: *In re Sears Holdings Corporation, et al.*, Case No. 18-023538 (RDD).

6. Attached hereto as **Exhibit D** is a true and correct copy of a letter dated November 7, 2019 from J. Friedmann of Weil, Gotshal & Manges LLP to S. O'Neal, et al. of Cleary Gottlieb Steen & Hamilton LLP Re: *In re Sears Holdings Corporation, et al.*, Case No. 18-023538 (RDD).

7. Attached hereto as **Exhibit E** is a true and correct copy of (1) a check dated October

23, 2019 issued by the Treasurer of Cook County, Chicago, Illinois and paid to the order of SEARS ROEBUCK & CO. in the amount of \$13,089.56 attached to correspondence dated October 30, 2019 from D. Martin of Neal Gerber Eisenberg to K. Lees of Sears Roebuck & Co. and (2) a check dated March 11, 2019 issued by the Treasurer of Cook County, Chicago, Illinois and paid to the order of SEARS HLDG MGMT CORP in the amount of \$2,310.15 attached to correspondence dated March 26, 2019 from D. Martin of Neal Gerber Eisenberg to K. Lees of Sears Roebuck & Co.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct.

Dated: November 22, 2019
New York, New York

/s/ Jennifer Brooks Crozier

EXHIBIT A



Property Tax Appeal Board

Stipulation of Assessment(s) by the Parties

Date: October 10, 2018

Appellant(s): Sears Holdings Management Corporation

Docket Number(s): 13-26440.001-C-3; 13-26440.002-C-3; 13-26440.003-C-3

PIN(s): 01-31-201-003-0000; 01-31-202-002-0000; 01-32-100-005-0000

Stipulated Assessment:

Land, Improvement, and Total assessments must be completed for each parcel. Multiple parcels must be completed on page 2 or on multiple pages and the aggregate figure indicated below.

Docket	PIN	Land	Improvement	Total
See Addendum				
	TOTAL	6,335,397	24,495,685	30,831,082

ACCEPTED:

The undersigned have reviewed the file in the above-captioned matter and find that the assessments should be adjusted and that a hearing is not necessary. The parties further agree that the "**Stipulated Assessment(s)**" should be applied in the Property Tax Appeal Board's decision.

Kory Atkinson
Acceptance for Appellant/Attorney

Kory Atkinson - SD 300
Acceptance for Intervenor

Acceptance for Intervenor

Attorney Name: Kory Atkinson

Bd. of Review Attn. Code: _____

Address: 236 W. Lake Street, Suite 100

Bloomington, IL 60108

R. L. S. [Signature]
Acceptance for Board of Review

[Signature]
Acceptance for Board of Review

[Signature]
Acceptance for Board of Review

Dissenting:

Dissenting Board of Review Member/Commissioner

Please submit original stipulation as follows.

STATE OF ILLINOIS
PROPERTY TAX APPEAL BOARD
ROOM 402 STRATTON OFFICE BUILDING
401 SOUTH SPRING STREET
SPRINGFIELD, IL 62706-4001
(217) 782-6076

*** By agreement, the parties respectfully request that the PTAB enter its final order in this appeal on or about January 15, 2019.**

PTAB16



Property Tax Appeal Board

Stipulation of Assessment(s) by the Parties

Date: October 10, 2018

Appellant(s): Sears Holdings Management Corporation

Docket Number(s): 14-24690.001-C-3; 14-24690.002-C-3; 14-24690.003-C-3

PIN(s): 01-31-201-003-0000; 01-31-202-002-0000; 01-32-100-005-0000

Stipulated Assessment:

Land, Improvement, and Total assessments must be completed for each parcel. Multiple parcels must be completed on page 2 or on multiple pages and the aggregate figure indicated below.

Docket	PIN	Land	Improvement	Total
See Addendum				
	TOTAL	6,335,397	27,243,390	33,578,787

ACCEPTED:

The undersigned have reviewed the file in the above-captioned matter and find that the assessments should be adjusted and that a hearing is not necessary. The parties further agree that the "**Stipulated Assessment(s)**" should be applied in the Property Tax Appeal Board's decision.

[Signature]
Acceptance for Appellant/Attorney

[Signature] - SO 300
Acceptance for Intervenor

Acceptance for Intervenor

[Signature]
Acceptance for Board of Review

[Signature]
Acceptance for Board of Review

Acceptance for Board of Review

Dissenting:

Attorney Name: Kory Atkinson

Bd. of Review Attn. Code: _____

Address: 236 W. Lake Street, Suite 100

Bloomington, IL 60108

Dissenting Board of Review Member/Commissioner

Please submit original stipulation as follows.

STATE OF ILLINOIS
PROPERTY TAX APPEAL BOARD
ROOM 402 STRATTON OFFICE BUILDING
401 SOUTH SPRING STREET
SPRINGFIELD, IL 62706-4001
(217) 782-6076

*** By agreement, the parties respectfully request that the PTAB enter its final order in this appeal on or about January 15, 2020.**

PTAB16



Property Tax Appeal Board

Stipulation of Assessment(s) by the Parties

Date: October 10, 2018

Appellant(s): Sears Holdings Management Corporation

Docket Number(s): 15-23526.001-C-3; 15-23526.002-C-3; 15-23526.003-C-3

PIN(s): 01-31-201-003-0000; 01-31-202-002-0000; 01-32-100-005-0000

Stipulated Assessment:

Land, Improvement, and Total assessments must be completed for each parcel. Multiple parcels must be completed on page 2 or on multiple pages and the aggregate figure indicated below.

Docket	PIN	Land	Improvement	Total
See Addendum				
TOTAL		6,335,397	27,524,771	33,860,168

ACCEPTED:

The undersigned have reviewed the file in the above-captioned matter and find that the assessments should be adjusted and that a hearing is not necessary. The parties further agree that the "**Stipulated Assessment(s)**" should be applied in the Property Tax Appeal Board's decision.

[Signature]

Acceptance for Appellant/Attorney

[Signature] - SD 300

Acceptance for Intervenor

Acceptance for Intervenor

[Signature]

Acceptance for Board of Review

[Signature]

Acceptance for Board of Review

[Signature]

Acceptance for Board of Review

Dissenting:

Attorney Name: Kory Atkinson

Bd. of Review Attn. Code: _____

Address: 236 W. Lake Street, Suite 100

Bloomington, IL 60108

[Signature]

Dissenting Board of Review Member/Commissioner

Please submit original stipulation as follows.

STATE OF ILLINOIS
PROPERTY TAX APPEAL BOARD
ROOM 402 STRATTON OFFICE BUILDING
401 SOUTH SPRING STREET
SPRINGFIELD, IL 62706-4001
(217) 782-6076

*** By agreement, the parties respectfully request that the PTAB enter its final order in this appeal on or about January 15, 2021.**

ADDENDUM

TOTAL	6,335,397	27,524,771	33,860,168
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EXHIBIT B



NEAL GERBER EISENBERG

March 28, 2019

David S. Martin
Attorney at Law

Tel 312.269.8011
Fax 312.578.1544
dmartin@nge.com

VIA FEDERAL EXPRESS - PRIORITY

Kendall Lees
Sears Roebuck & Co.
3333 Beverly Road, BC-169A
Hoffman Estates, IL 60179

Re: 2013 PTAB Tax Refund **\$5,498,609.52**

Dear Kendall:

In connection with the successful resolution of the 2013 PTAB tax appeal for the Sears Prairie Stone Headquarters property, please find enclosed the Cook County Treasurer's tax refund check in the amount of \$5,498,609.52. All 2013 appeals have now been successfully concluded.

Should you have any questions regarding this matter please do not hesitate to contact me.

Very truly yours,

David S. Martin

DSM:kb

Enclosure

014311.0002:29122513.1

MARIA PAPPASTREASURER OF COOK COUNTY
CHICAGO, ILLINOISPg 13 of 29
CHICAGO, IL
70-2328/719 IL

Property Tax Appeal Board

PAY: FIVE MILLION FOUR HUNDRED NINETY-EIGHT THOUSAND SIX HUNDRED NINE AND 52/100*******TO THE
ORDER OF:** SEARS HOLDING MGT CRP
C/O NEAL GERBER EISENBERG
2 N LASALLE ST #1700
CHICAGO, IL 60602

DATE	AMOUNT
03/21/19	****\$5,498,609.52

Maria Pappas
TREASURER

PIN- 01321000050000

Tax Yr- 2013

Case No.

THE FACE OF THIS DOCUMENT HAS A GREEN BACKGROUND ON WHITE PAPER

⑈05627327⑈ ⑆071923284⑆ 8765331525⑈

Dear SEARS HOLDING MGT CRP

This check is issued in reference to: Property Tax Appeal Board

Please refer to the table below for specific information related to this check. If you are not legally entitled to this check, it is imperative that you return this check to my office by mail at 118 N. Clark St., Room 212, Chicago, IL 60602. Attention: Accounts Payable Dept.

If you have any questions, please contact my office by phone at (312) 443-5100 or visit my web site at www.cookcountytreasurer.com.

Thank you for the opportunity to be of assistance.

Sincerely,

Maria Pappas

Maria Pappas
Cook County Treasurer

Date	Amount	Check Number	PIN	
03/21/19	****\$5,498,609.52	5627327	01321000050000	
Refund Number	Tax Year	Tax Type	Volume	
B178654	2013	0	001	
Cert. Of Error	Objection Number	Parcel Total	Case Number	Buyer Number

By endorsing this instrument, I certify under penalty of law that I am legally and equitably entitled to the refund or other payment; that I have not previously received all or any part of a refund or other payment from any party for the same purpose or reason that caused the issuance of this check; that if I am not so entitled, I will indemnify and hold the office of the Cook County Treasurer harmless from all adverse claims to such refund or other payment plus costs and attorney fees. THIS INSTRUMENT IS VOID IF THE ABOVE ENDORSEMENT IS ALTERED IN ANY WAY.

SIGN CHECK BELOW AT "X"

DO NOT WRITE/SIGN/STAMP/BELOW THIS LINE

DEPOSITORY BANK ENDORSEMENT

TRANSIT ENDORSEMENT

EXHIBIT C

CLEARY GOTTlieb STEEN & HAMILTON LLP

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New York, NY 10006-1470

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F: +1 212 225 3999

clearygottlieb.com

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RICHARD S. LINCER	JOON H. KIM	ABENA A. MAINOO
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ANDRES DE LA CRUZ	VICTOR L. HOU	MARVE. ALCOCK
DAVID C. LOPEZ	ROGER A. COOPER	HEIDE H. ILGENFRITZ
MICHAEL A. GERSTENZANG	AMY R. SHAPIRO	KATHLEEN M. EMBERGER
LEWIS J. LIMAN	JENNIFER KENNEDY PARK	AVRAM E. LUFT
LEV L. DASSIN	ELIZABETH LENAS	ANDREW WEAVER
NEIL O. WHORISKEY	LUKE A. BAREFOOT	HELENA K. GRANNIS
JORGE U. JUANTORENA	JONATHAN S. KOLODNER	JOHN V. HARRISON
MICHAEL D. WEINBERGER	DANIEL LIAN	CAROLINE F. HAYDAY
DAVID LEINWAND	MEYER H. FEDIDA	NEIL R. MARKEL
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MICHAEL D. DAYAN	ADAM J. BRENNEMAN	LAURA BAGARELLA
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LEONARD C. JACOBY	RISHI ZUTSHI	OF COUNSEL
SANDRA L. FLOW	JANE VANLARE	
FRANCISCO L. CESTERO	DAVID H. HERRINGTON	

November 11, 2019

BY EMAIL

Jared R. Friedmann
Ray C. Schrock
Paul R. Genender
Sunny Singh
Jake R. Rutherford
Weil, Gotshal & Manges LLP
767 Fifth Ave.
New York, NY 10153-0119

Re: *In re Sears Holdings Corporation, et al.*, Case No. 18-023538 (RDD)

Dear Counsel:

We write in response to your letter dated November 7, 2019 (the “November 7 Letter”) which threatens that unless our client, Transform Holdco LLC (“Transform”) confirms by November 11, 2019 that it will pay Debtors the sum of \$5,498,609.52, which you claim constitutes a property tax refund check (the “Cook County Check”), Debtors will file papers seeking an order that Transform has violated the automatic stay. Your threat came as a surprise to us because the Court has already said that these matters should be dealt with as part of the cash reconciliation. Indeed, we have been working with you to resolve all of these cash reconciliation issues as part of the court-ordered examination. We therefore decline your request.

As you are aware, the Bankruptcy Court has already ruled on the process by which the allocation of the Cook County Check and the other estate checks deposited after March 31, 2019, are to be resolved. Specifically, at the hearing before the Court on July 11, 2019 (the “July 11 Hearing”), which was held in part on Debtors’ turnover motion, the Court held that the Parties would have ten days to come to a resolution on the reconciliation of amounts of cash held in Debtors’ legacy cash management system that may be allocated, as applicable, to Debtors or to

Friedmann, p. 2

Transform (the “Cash Reconciliation”), and that barring an agreement, the Court would appoint an examiner to resolve all the allocation issues. Hr’g. Tr. 195:17-24, July 11, 2019. The Court declined to address such issues piecemeal. See id. at 195:21-23 (“Both sides pay half [for the examiner], and 9 percent interest from April 15th on the obligations that run either way. Net in, net out.”).

The Cook County Check was explicitly part of that process that the Court has already ruled upon. Specifically, it is one of the checks delivered to Transform after March 18, 2019 (the “Post-March 18 Checks”) that formed part of Debtors’ motion and that was addressed in the submissions of the Parties to the Court in advance of the July 11 Hearing. See *Debtors’ Brief in Opposition to Transform Holdco LLC’s Adversary Complaint and in Further Support of Debtors’ Supplemental Motion to Enforce the Asset Purchase Agreement*, ECF No. 4430, ¶ 93; *Transform Holdco LLC’s Reply Brief in Further Support of the Adversary Complaint*, ECF No. 4480, ¶¶ 87-89. Indeed, the Parties have from the beginning contemplated that the allocation of the Post-March 18 Checks would be part of the Cash Reconciliation, see *Declaration of Mohsin Y. Meghji in Support of Debtors’ (I) Motion to (A) Enforce Asset Purchase Agreement and Automatic Stay Against Transform Holdco LLC and (B) Compel Turnover of Estate Property, and (II) Response to Transform Holdco LLC’s Motion to Assign Matter to Mediation*, ECF No. 2797, Ex. A, and the Court’s decision to appoint an examiner to resolve the Cash Reconciliation clearly confirms this understanding.

For the same reason, in deciding to have an examiner appointed, the Court already has rejected Debtors’ arguments that it was entitled to the immediate turnover of estate property prior to Transform’s recoupment of payments on behalf of the Debtors. Debtors have already sought the very relief it now demands with regard to the Cook County Check, and the Court has decided how the Parties should proceed.¹

As you are also aware, the Parties were unable to come to a resolution concerning the Cash Reconciliation and are currently in the process of settling an order for the appointment of an expert (the “Expert”) who will be charged making a final determination as to the Cash Reconciliation. We are prepared to move that process speedily so that the respective rights of the Parties to the Post-March 18 Checks can be determined quickly. That is clearly in the interests of both Parties.

One final point. We agree that the Expert will not be charged with making legal determinations concerning disputes over whether certain cash amounts belong either to Debtors or Transform. However, during the call referenced in the November 7 Letter, the Parties agreed that the Expert’s Cash Reconciliation examination should proceed with cooperation from

¹ Debtors’ insinuation that Transform is in violation of the automatic stay is therefore also meritless. Debtors may refer to Transform’s briefing in *Transform Holdco LLC’s Brief in Support of the Adversary Complaint and in Opposition to Debtors’ Supplemental Motion to Enforce the Asset Purchase Agreement*, ECF No. 4464, ¶¶ 119-120 demonstrating that Transform is permitted to net Debtors’ obligations from its own obligations without violating the automatic stay. The Court had already previously adopted this understanding, Hr’g Tr. 39:16-18, Apr. 18, 2019 (noting that “adjusting accounts through a reconciliation process, which is recoupment, . . . is not subject to the automatic stay”), and tacitly endorsed Transform’s argument when it declined to grant Debtors’ sought relief against Transform at the July 11 Hearing.

Friedmann, p. 3

Debtors, Transform, and their advisors. If, at the end of that examination, disputes remained over the ownership of certain cash amounts, the Parties would then raise such disputes with the Court. During the call, there was no suggestion that the Court would be asked to deal with issues on a piece meal basis.

Should you have any concerns, we are available to discuss.

Sincerely,

CLEARY GOTTlieb STEEN AND HAMILTON LLP

A handwritten signature in black ink, reading "Sean O'Neal". The signature is written in a cursive, flowing style.

Sean A. O'Neal, a Partner

cc: Lewis Liman
Abena Mainoo

EXHIBIT D

Weil, Gotshal & Manges LLP

BY E-MAIL

767 Fifth Avenue
New York, NY 10153-0119
+1 212 310 8000 tel
+1 212 310 8007 fax

Jared R. Friedmann
+1 (212) 310-8828
Jared.Friedmann@weil.com

November 7, 2019

Sean O'Neal, Esq.
Lewis J. Liman, Esq.
Abena Mainoo, Esq.
Cleary Gottlieb Steen & Hamilton LLP
One Liberty Plaza
New York, NY 10006-1470

Re: *In re Sears Holdings Corporation, et al.*, Case No. 18-023538 (RDD)

Dear Counsel:

Further to our discussion from last week regarding the cash reconciliation issues, we write regarding the property tax refund check in the amount of \$5,498,609.52 issued by Cook County, Illinois in connection with taxes paid for 2013 that was mistakenly sent to Transform Holdco LLC ("**Transform**") on or about March 31, 2019 (the "**Cook County Tax Rebate**"). A copy of that check is attached hereto as **Exhibit A** (the "**Refund Check**"). During last week's discussion, all participants on the call agreed that the question of which party the Property Check belonged to was not within the mandate of the examiner/expert, but rather was an issue that would have to be decided by Judge Drain. We would like to avoid the need to incur further administrative expenses on what is an open and shut issue under the plain language of the Asset Purchase Agreement, dated as of January 17, 2019 (as amended, restated, supplemented, or otherwise modified from time to time, the "**APA**").

As you know, Section 2.2(h) of the APA provides that the Debtors shall retain "any interest in or right to any refund, rebate or credit of Excluded Asset-Reorganization Taxes," which includes "Taxes imposed on or with respect to the Acquired Assets, the Acquired Properties, the Business or the Assumed Liabilities for any Pre-Assignment Tax Period." The Cook County Tax Rebate plainly falls within the definition of Excluded Asset-Reorganization Taxes, is Estate property pursuant to Section 2.2(h), and is, therefore, property of the Estate. Further, this exact provision was considered by Judge Drain at the July 11 hearing in connection with his preliminary ruling that the EDA funds belong to the Debtors pursuant to APA Section 2.2(h). As Judge Drain explained, "I frankly don't see how you could really write it any more specific than the applicable provisions that has the refund rebate, refers to the taxes, et cetera." See July 11, 2019 Hr'g Tr. 298:24-299:2. Transform subsequently agreed to accept this preliminary ruling as final. See Sept. 12, 2019 Hr'g Tr. 14:11-18.

Please confirm by 5:00 p.m. ET on November 11, 2019 that you will arrange for a wire transfer of the full amount of the Cook County Tax Rebate to the Debtors to be completed by no later than

Weil, Gotshal & Manges LLP

November 7, 2019

Page 2

Wednesday, November 13, 2019. Absent such confirmation, the Debtors will be forced to seek relief from the Court, including for Transform's violation of the automatic stay.

Please feel free to give me a call should you wish to discuss this issue.

Sincerely,

/s/ Jared R. Friedmann

Jared R. Friedmann

cc: Ray C. Schrock
Paul R. Genender
Sunny Singh
Jake R. Rutherford

EXHIBIT A

MARIA PAPPASPg 23 of 26
BANK OF AMERICA
CHICAGO, IL
70-2328719 IL

No. 05627327

TREASURER OF COOK COUNTY
CHICAGO, ILLINOIS

Property Tax Appeal Board

PAY: FIVE MILLION FOUR HUNDRED NINETY-EIGHT THOUSAND SIX HUNDRED NINE AND 52/100*******TO THE ORDER OF:** SEARS HOLDING MGT CRP
C/O NEAL GERBER EISENBERG
2 N LASALLE ST #1700
CHICAGO, IL 60602

DATE	AMOUNT
03/21/19	****\$5,498,609.52

Maria Pappas

TREASURER

THE FACE OF THIS DOCUMENT HAS A GREEN BACKGROUND ON WHITE PAPER

PIN- 01321000050000

Tax Yr- 2013

Case No.

⑈05627327⑈ ⑆071923284⑆ 8765331525⑈

Dear SEARS HOLDING MGT CRP

This check is issued in reference to: Property Tax Appeal Board

Please refer to the table below for specific information related to this check. If you are not legally entitled to this check, it is imperative that you return this check to my office by mail at 118 N. Clark St., Room 212, Chicago, IL 60602. Attention: Accounts Payable Dept.

If you have any questions, please contact my office by phone at (312) 443-5100 or visit my web site at www.cookcountytreasurer.com.

Thank you for the opportunity to be of assistance.

Sincerely,

Maria Pappas

Maria Pappas
Cook County Treasurer

Date	Amount	Check Number	PIN	
03/21/19	****\$5,498,609.52	5627327	01321000050000	
Refund Number	Tax Year	Tax Type	Volume	
B178654	2013	0	001	
Cert. Of Error	Objection Number	Parcel Total	Case Number	Buyer Number

By endorsing this instrument, I certify under penalty of law that I am legally and equitably entitled to the refund or other payment; that I have not previously received all or any part of a refund or other payment from any party for the same purpose or reason that caused the issuance of this check; that if I am not so entitled, I will indemnify and hold the office of the Cook County Treasurer harmless from all adverse claims to such refund or other payment plus costs and attorney fees. THIS INSTRUMENT IS VOID IF THE ABOVE ENDORSEMENT IS ALTERED IN ANY WAY.

SIGN CHECK BELOW AT "X"

DO NOT WRITE/SIGN/STAMP/BELOW THIS LINE

DEPOSITORY BANK ENDORSEMENT

TRANSIT ENDORSEMENT

EXHIBIT E



NEAL GERBER EISENBERG

October 30, 2019

David S. Martin
Attorney at Law

Tel 312.269.8011
Fax 312.578.1544
dmartin@nge.com

Kendall Lees
Contractor
Sears Roebuck & Co.
333 Beverly Road, BC-169A
Hoffman Estates, IL 60179

Re: 2016 Tax Refund
1630 North Harlem, Elmwood Park, IL

Dear Kendall:

Please find enclosed the Cook County Treasurer's 2016 tax refund check in the amount of \$13,089.56. The refund was issued pursuant to our successful settlement of the 2016 tax objection in the Cook County Circuit Court.

Should there be any questions regarding this matter please feel free to contact me.

Very truly yours,

David S. Martin

DSM:kb

Enclosure

014311.0011:29954573.1

**MARIA PAPPAS**TREASURER OF COOK COUNTY
CHICAGO, ILLINOISBANK OF AMERICA
CHICAGO, IL
70-2328/719 IL

No: 05746304

Specific Objection Refunds(SP/J)

PAY: THIRTEEN THOUSAND EIGHTY-NINE AND 56/100*****

TO THE ORDER OF: SEARS ROEBUCK & CO.
C/O NEAL GERBER EISENBERG
2 N LASALLE ST 1700
CHICAGO, IL 60602

DATE	AMOUNT
10/23/19	*****\$13,089.56

VOID AFTER 90 DAYS

TREASURER

PIN- 12384310290000

Tax Yr- 2016

Case No.

THE FACE OF THIS DOCUMENT HAS A GREEN BACKGROUND ON WHITE PAPER

⑈05746304⑈ ⑆071923284⑆ 8765331525⑈

Dear SEARS ROEBUCK & CO.

This check is issued in reference to: Specific Objection Refunds(SP/J)

Please refer to the table below for specific information related to this check. If you are not legally entitled to this check, it is imperative that you return this check to my office by mail at 118 N. Clark St., Room 112, Chicago, IL 60602. Attention: Accounts Payable Dept.

If you have any questions, please contact my office by phone at (312) 443-5100 or visit my web site at www.cookcountytreasurer.com.

Thank you for the opportunity to be of assistance.

Sincerely,

Maria Pappas
Cook County Treasurer

Date	Amount	Check Number	PIN	
10/23/19	*****\$13,089.56	5746304	12384310290000	
Refund Number	Tax Year	Tax Type	Volume	
J225322	2016	0	072	
Cert. Of Error	Objection Number	Parcel Total	Case Number	Buyer Number



NEAL GERBER EISENBERG

March 26, 2019

David S. Martin
Attorney at Law

Tel 312.269.8011
Fax 312.578.1544
dmartin@nge.com

Kendall Lees
Contractor
Sears Roebuck & Co.
3333 Beverly Road, BC-169A
Hoffman Estates, IL 60179

Re: 2015 PTAB Tax Refund
PIN: 20-18-312-004
6201 South Oakley Avenue, Chicago/Store No. 1030
\$2,310.15 Tax Refund

Dear Kendall:

Pursuant to the successful settlement of the 2015 PTAB appeal please find enclosed the Cook County Treasurer's tax refund check in the amount of \$2,310.15. All 2015 appeals for this property have now been successfully resolved.

Very truly yours,

David S. Martin

DSM:kb

Enclosure

014311.0005 29111767.1

**MARIA PAPPAS**TREASURER OF COOK COUNTY
CHICAGO, ILLINOISBANK OF AMERICA
CHICAGO, IL
70-2328/719 IL

No. 05620789

Property Tax Appeal Board

PAY: TWO THOUSAND THREE HUNDRED TEN AND 15/100*****

TO THE ORDER OF: SEARS HLDG MGMT CORP
C/O NEAL GERBER EISENBERG
2 N LASALLE ST #1700
CHICAGO, IL 60602

DATE	AMOUNT
03/11/19	*****\$2,310.15

TREASURER

THE FACE OF THIS DOCUMENT HAS A GREEN BACKGROUND ON WHITE PAPER

PIN- 20183120040000

Tax Yr- 2015

Case No.

⑈05620789⑈ ⑆071923284⑆ 8765331525⑈

Dear SEARS HLDG MGMT CORP

This check is issued in reference to: Property Tax Appeal Board

Please refer to the table below for specific information related to this check. If you are not legally entitled to this check, it is imperative that you return this check to my office by mail at 118 N. Clark St., Room 212, Chicago, IL 60602. Attention: Accounts Payable Dept.

If you have any questions, please contact my office by phone at (312) 443-5100 or visit my web site at www.cookcountytreasurer.com.

Thank you for the opportunity to be of assistance.

Sincerely,

Maria Pappas
Cook County Treasurer

Date	Amount	Check Number	PIN	
03/11/19	*****\$2,310.15	5620789	20183120040000	
Refund Number	Tax Year	Tax Type	Volume	
B176764	2015	0	426	
Cert. Of Error	Objection Number	Parcel Total	Case Number	Buyer Number